

UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF NEW YORK

U.S. BANK NATIONAL ASSOCIATION,
Trustee for the Registered Holders of Countrywide
Commercial Mortgage Trust 2007-MF1,
Commercial Mortgage Pass-Through Certificates,
Series 2007-MF1, acting by and through
CWC Capital Asset Management LLC as Special
Servicer,

Plaintiff,

v.

AS & MS EQUITIES LLC, PHILLIP MILLER,
and THE CITY OF NEW YORK,

Defendants.

Civil Action No.: 11-02406 (ENV)

**ASSIGNMENT OF ACTION AND
STIPULATION SUBSTITUTING
PLAINTIFF AND ATTORNEYS FOR
PLAINTIFF**

IT IS HEREBY STIPULATED, CONSENTED TO and agreed, by and among the undersigned, as follows:

1. U.S. Bank National Association, as Trustee for the Registered Holders of Countrywide Commercial Mortgage Trust 2007-MF1, Commercial Mortgage Pass-Through Certificates, Series 2007-MF1, acting by and through CWC Capital Asset Management LLC as Special Servicer ("U.S. BANK, AS TRUSTEE") plaintiff in the captioned action, having assigned to 1507 Realty Services ("ASSIGNEE"), a New York Limited Liability Company, by separate instrument, the note and mortgage which are the subject of this action, does hereby, FOR VALUE RECEIVED, assign, transfer and set over unto ASSIGNEE, all of its right, title and interest in and to this action and consents that ASSIGNEE be substituted as plaintiff herein in its place and stead.

2. An Order amending the caption of this action to delete the name of "U.S. Bank National Association, as Trustee for the Registered Holders of Countrywide Commercial Mortgage Trust 2007-MF1, Commercial Mortgage Pass-Through Certificates, Series 2007-MF1, acting by and through CWC Capital Asset Management LLC as Special Servicer" as plaintiff and to substitute therefor the name "1507 Realty Services LLC" shall be made and entered on this stipulation without further notice.

3. An Order substituting attorneys for plaintiff shall be made and entered on this stipulation without further notice which Order shall substitute Poltorak PC as attorney for the substituted plaintiff (ASSIGNEE) herein in the place and stead of McCarter & English LLP.

4. ASSIGNEE acknowledges that a Receiver has been appointed in this action and ASSIGNEE hereby assumes, with respect to said Receiver, all rights, obligations, liabilities and duties, if any, of U.S. BANK, AS TRUSTEE with respect to the Receiver.

5. This stipulation is binding upon the parties hereto and their successors, grantees and/or assigns, heirs-at-law and legal representatives.

6. This stipulation may be signed in counterparts which, when taken together, shall constitute a single binding agreement. A copy of this stipulation bearing facsimile signature(s) shall have the same force and effect as one with original signatures.

7. ASSIGNEE shall take immediate steps as soon as may be practicable, but no later than November 16, 2011, to obtain an Order of this Court substituting plaintiffs and attorneys for plaintiff in this action.

8. ASSIGNEE and its attorneys shall be responsible for obtaining said Order substituting plaintiffs and substituting attorneys for plaintiff in this action, as described in the

Stipulation. However, U.S. BANK, AS TRUSTEE, at its option, may obtain such Order without further notice, but has no obligation to do so. ASSIGNEE covenants and agrees that in or as part of its initial application (of whatever nature) to the Court in this action, or in or as part of a cross-motion to any application to Court that may be hereafter made by any of the defendants or any future parties in this action, it will seek the aforementioned Order substituting plaintiff and substituting attorneys for plaintiff. Except for said initial application, ASSIGNEE is not further permitted to prosecute this action using the name of U.S. BANK, AS TRUSTEE as plaintiff. If ASSIGNEE thereafter prosecutes this action using the name of U.S. BANK, AS TRUSTEE as plaintiff, without the written consent of U.S. BANK, AS TRUSTEE, U.S. BANK, AS TRUSTEE may immediately and without notice to ASSIGNEE, obtain a Restraining Order and/or an Injunction against the use of such name as plaintiff herein.

Dated: _____, New York
November 17, 2011

Attorney for 1507 Realty Services LLC

By: E. Poltorak
Elie C. Poltorak

Dated: Newark, New Jersey
November 14, 2011

McCarter & English, LLP
Attorneys for U.S. Bank National Association, as
Trustee

By: [Signature]
Joseph Lubertazzi, Jr.
A Member of the Firm

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Politorak PC

Attorneys for Plaintiff
1650 Eastern Parkway, Suite 400
Brooklyn, New York 11233

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK

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U.S. BANK NATIONAL ASSOCIATION,
Trustee for the Registered Holders of
Countrywide Commercial Mortgage Trust
2007-MF1, Commercial Mortgage
Pass-Through Certificates, Series
2007-MF1, acting by and through
CWCapital Asset Management LLC as
Special Servicer,

11-CV-2406

Plaintiff,

-against-

AS & MS EQUITIES LLC, PHILIP MILLER
and THE CITY OF NEW YORK,

Defendants.

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ORDER SUBSTITUTING PLAINTIFF AND ATTORNEYS FOR PLAINTIFF

Upon the reading and filing of the Assignment of Action and Stipulation Substituting Plaintiff and Attorneys for Plaintiff and after examining all the pleadings filed in the above-entitled action, it appears to the Court that during the pendency of this action, for valuable consideration, the promissory note and the real property mortgage securing payment of the note that are the basis of this action, was transferred by U.S. BANK NATIONAL ASSOCIATION, the plaintiff of record, to 1507 REALTY SERVICES LLC, who is now the lawful owner and holder of the note and mortgage; and

It further appearing to the Court that good cause exists for the substitution of 1507 REALTY SERVICES LLC as plaintiff to continue the prosecution of this action in the assignee's name and

that the law office of POLTORAK PC, shall be the attorney for the plaintiff; it is

ORDERED, that 1507 REALTY SERVICES LLC be, and is, substituted as plaintiff in this action; and it is further

ORDERED, that Poltorak PC be, and is, substituted as attorneys for plaintiff in this action.

s/ ENV

U.S.D.C.J.

Dated: Brooklyn, New York
November 30, 2011